



FREDERICK COUNTY PLANNING COMMISSION
May 11, 2016

TITLE: **Wedgewood West APFO Amendment**

FILE NUMBER: **S-1147; AP#6425**

REQUEST: **Approval of an Amended and Restated Letter of Understanding (LOU)**

The Applicant is requesting approval of a LOU amendment that reflects a reduction of trip intensity based on the removal of retail uses

PROJECT INFORMATION:

ADDRESS/LOCATION: Situated between New Design Road and English Muffin Way Extended

TAX MAP/PARCEL: Tax Map 86, Parcel 6
COMP. PLAN: Limited Industrial
ZONING: Mixed Use Development (MXD)
PLANNING REGION: Adamstown
WATER/SEWER: W-3/S-3

APPLICANT/REPRESENTATIVES:

APPLICANT: Matan Acquisitions, Inc.
OWNER: YBC Investors, LLC
ENGINEER: Harris, Smariga & Associates, Inc.
ARCHITECT: N/A
ATTORNEY: N/A

STAFF: Ron Burns, Transportation Engineer

RECOMMENDATION: Conditional Approval

ATTACHMENTS:

Exhibit 1-Proposed Amended and Restated LOU
Exhibit 2-Original Younkins LOU, approved May 14, 2008
Exhibit 3-Amended LOU, executed December 10, 2014
Exhibit 4-Excerpts from Wedgewood West MXD Updated Traffic Impact Study (TIS), dated April 7, 2016

STAFF REPORT

ISSUE

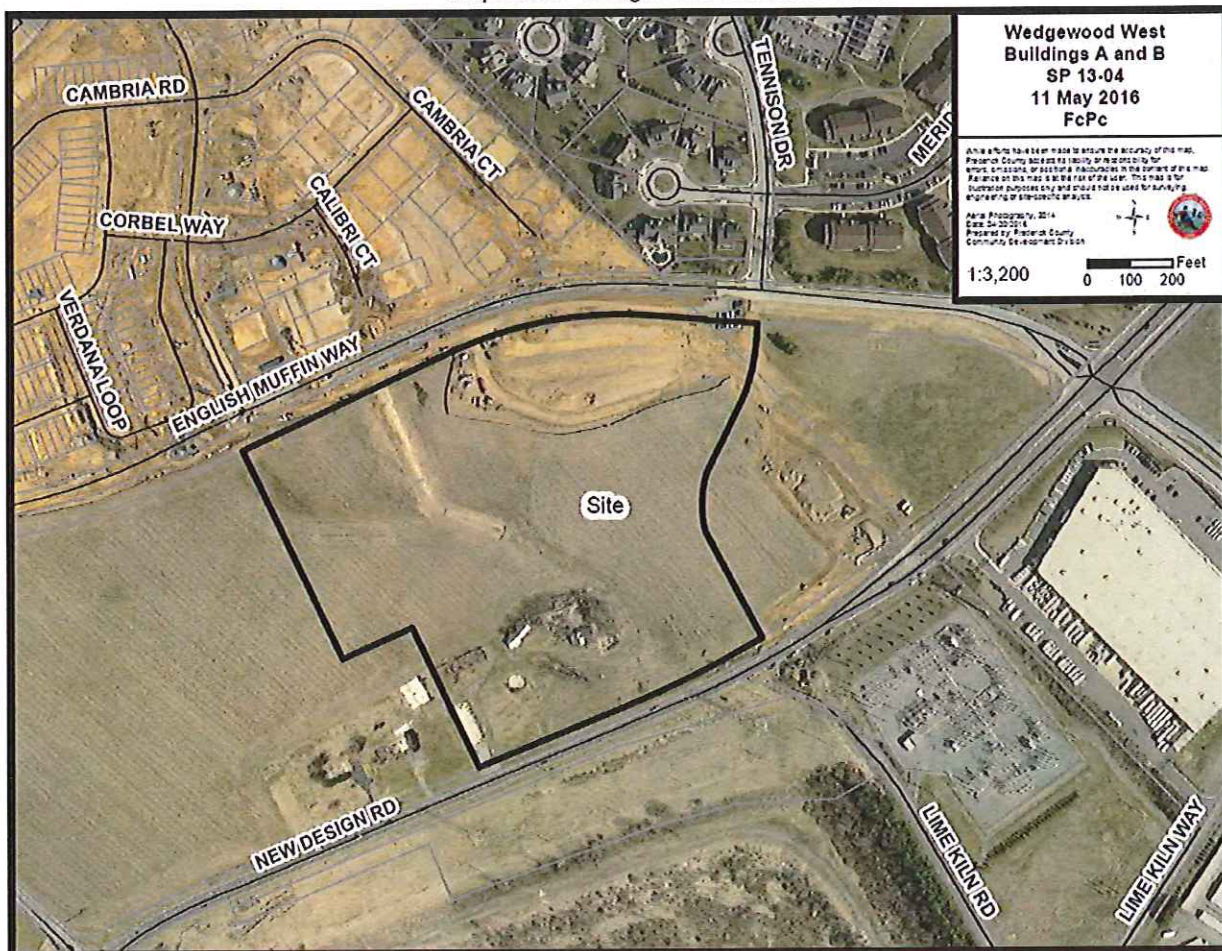
The Applicant is requesting approval of an Amended and Restated Letter of Understanding (LOU) because of the reduction of site trip intensity with the removal of retail uses and limitation to only warehouse/manufacturing uses. This LOU is based on a voluntary re-testing of APFO – Roads. See Exhibit #1.

BACKGROUND

The Frederick County Planning Commission and YBC Investors, LLC, entered into a LOU, approved on May 14, 2008 (Exhibit #2), which was amended on December 10, 2014 (Exhibit #3). The developer has modified the amount and mix of uses for the Wedgewood West MXD, as shown on the Revised Execution Phase Plan for Wedgewood West (Site Plan AP #16058), to only include manufacturing and warehouse uses (along with nominal ancillary office). The modification includes the removal of Buildings G, H and I and adding 71,818 square feet of warehouse to Building A, resulting in a re-test in compliance with the Frederick County Adequate Public Facilities Ordinance. This re-testing was performed by Wells and Associates in the form of an Updated Traffic Impact Study dated April 7, 2016 with the original study area but with new counts and updated pipeline development.

To date and in conformance with the Amended LOU (Exhibit #2) the Developer has paid \$92,238 in escrow payments to escrow account #3306 and is entitled to a credit for these payments, which is reflected in the attached LOU.

Graphic #3: Wedgewood West MXD Aerial



ANALYSIS

As can be seen on page 8 of Exhibit #4, excerpts from the updated TIS, all study area intersections will operate acceptably in the design year of 2020. Therefore, only contributions to existing escrow accounts are required. These fair share payments are quantified in the attached Proposed Amended and Restated LOU. This APFO approval will be effective for the development for 335,970 sq ft of warehousing and 335,968 of manufacturing uses.

Schools: Schools are not impacted because the development of the property is a non-residential use.

Water and Sewer Improvements: The Property is currently classified as S-3/W-3 in the County's *Master Water and Sewer Plan*. Per updated Water and Sewer Study done by Harris Smariga & Associates INC., in April 2016, the sewage flow factor for manufacturing uses is 0.043 gpd/SF. Any users determined to have a higher flow factor shall be subject to further review and possible construction of improvements prior to issuance of a building or use occupancy permit. The inadequacy of downstream sewer based on a currently proposed flow of 0.148 MGD will be addressed by the completion of Water and Sewer Contract 271-S. Public water and sewer is currently provided to the site. While the public sewer and water facilities are currently adequate to serve the project, the Developer recognizes that capacity is not guaranteed until purchased. APFO approval for sewer and water does not guarantee that plats will be recorded and building permits will be issued. Plat recordation and building permit issuance are subject to compliance with the Annotated Code of Maryland, Environment Article Section 9-512, et seq, and all applicable county regulations, including but not limited to Sec. 1-16-106 of the Frederick County Subdivision Regulations.

Road Improvements: This project generates 446 am and 419 pm weekday peak hour trips as shown in the attached excerpts of the TIS. In accordance with Section 1-20-12(H) of the County Code, the Developer is required to pay its proportionate contribution toward existing escrow accounts in the amount of \$238,200. The escrow payments must be paid to the County by the Developer, its successors or assigns, prior to the issuance of the next building permit for the Project.

Period of Validity: The APFO approval is valid for four (4) years from the date of the Commission approval of the current site plan, one year beyond the typical three years as permitted in Section 1-20-9(E)..

RECOMMENDATION

Staff has no objection to the approval of the attached proposed Amended and Restated Letter of Understanding as satisfaction of APFO requirements.

PLANNING COMMISSION ACTION MOTION TO APPROVE

I move that the Planning Commission **APPROVE** the proposed Amended and Restated Letter of Understanding based on the findings and conclusions of the staff report and the testimony produced at the public meeting.



FREDERICK COUNTY GOVERNMENT
DIVISION OF PLANNING & PERMITTING

Jan H. Gardner
County Executive

Steven C. Horn, *Division Director*

AMENDED AND RESTATED
ADEQUATE PUBLIC FACILITIES LETTER OF UNDERSTANDING

Wedgewood West MXD

S 1147(AP #6425)

Background: The Frederick County Planning Commission ("Commission") and YBC Investors, LLC ("Developer"), entered into a Letter of Understanding dated May 14, 2008 (the "Original LOU"), which was amended on December 10, 2014. The Developer has modified the amount and mix of uses for the Wedgewood West MXD (the "Project"), as shown on the Revised Execution Phase Plan for Wedgewood West (Site Plan AP #16058 and Subdivision AP #16071) that includes the removal of Buildings G, H and I and a larger Building A, and has re-tested in compliance with the Frederick County Adequate Public Facilities Ordinance, ("APFO"). To date the Developer has paid \$92,238 in escrow payments to escrow account #3306 and is entitled to a credit for these payments, which is reflected in the Road Improvements Section below.

In General: As of the date of the last signature below, this Amended and Restated Adequate Public Facilities Letter of Understanding ("Amended LOU") rescinds and replaces the Original LOU and sets forth the conditions and terms which the Commission deems to be the minimum necessary improvements dealing with school, water, sewer, and road improvements that must be in place for the property identified below to be developed, as proposed under the approved site plan for the Project, in compliance with the APFO.

The Developer, its successors or assigns, hereby agrees and understands that unless the required improvements are provided in accordance with this Amended LOU, APFO requirements will not be satisfied and development will not be permitted to proceed.

This Amended LOU concerns itself with the Developer's 49.42 +/- acre parcel of land, which is zoned Mixed Use Development (MXD), and located in the northeast quadrant of New Design Road and Elmer Derr Road. This APFO approval will be effective for the development for 335,970 sq ft of warehousing and 335,968 of manufacturing uses, as shown on the site plan for the above-referenced Project, which was conditionally approved by the Commission May 11, 2016.

Schools: Schools are not impacted because the development of the property is a non-residential use.

Water and Sewer Improvements: The Property is currently classified as S-3/W-3 in the County's *Master Water and Sewer Plan*. Per updated Water and sewer Study done by Harris Smariga & Associates INC., in April 2016, the sewage flow factor for manufacturing uses is 0.043 gpd/SF. Any users determined to have a higher flow factor shall be subject to further

review prior and possible improvements prior issuance of a building or use occupancy permit. The inadequacy of downstream sewer based on a currently proposed flow of 0.148 MGD will be addressed by the completion of Water and Sewer contract 271-S. Public water and sewer is currently provided to the site. While the public sewer and water facilities are currently adequate to serve the project, the Developer recognizes that capacity is not guaranteed until purchased. APFO approval for sewer and water does not guarantee that plats will be recorded and building permits will be issued. Plat recordation and building permit issuance are subject to compliance with the Annotated Code of Maryland, Environment Article Section 9-512, et seq, and all applicable county regulations, including but not limited to Sec. 1-16-106 of the Frederick County Subdivision Regulations.

Road Improvements: This project generates 446 am and 419 pm weekday peak hour trips as shown in the traffic impact analysis (TIA) dated April 6, 2016 by Wells and Associates.

This Letter sets forth the Developer's APFO obligations associated with the construction as depicted on the above referenced site plan; any future modification to the site plan which would have the effect of increasing the projected trip generation above the trip caps stated above, or a significant redistribution of site traffic, would be subject to new analysis under APFO.

In accordance with Section 1-20-12(H) of the County Code, the Developer is required to pay its proportionate contribution toward the following existing escrow accounts in the project study area:

1. Escrow Account No. 3307 for a signal at the intersection of New Design Rd/Crestwood Blvd - The estimated cost of the improvement is \$158,166. The Developer's proportionate share of this Road Improvement is 14.2%. The proportionate credit for escrow payments already paid is \$6,269. Therefore the Developer hereby agrees to pay \$16,191 to the escrow account for this Road Improvement.
2. Escrow Account No. 3306 for a new southbound right turn lane at the intersection of New Design Rd/Crestwood Blvd - The estimated cost of the improvement is \$241,003. The Developer's proportionate share of this Road Improvement is 7.84%. The proportionate credit for escrow payments already paid is \$5,274. Therefore the Developer hereby agrees to pay \$13,621 to the escrow account for this Road Improvement.
3. Escrow Account No. 3286 for a signal at the intersection of New Design Rd/English Muffin Way - The estimated cost of the improvement is \$350,000. The Developer's proportionate share of this Road Improvement is 14.0%. The proportionate credit for escrow payments already paid is \$13,678. Therefore the Developer hereby agrees to pay \$35,322 to the escrow account for this Road Improvement.
4. Escrow Account No. 3282 for an additional northbound through lane at the intersection of Crestwood Blvd/MD 85 - The estimated cost of the improvement is \$1,158,300. The Developer's proportionate share of this Road Improvement is 7.2%. The proportionate credit for escrow payments already paid is \$23,280. Therefore the Developer hereby agrees to pay \$60,118 to the escrow account for this Road Improvement.
5. Escrow Account No. 3624 for a signal at the intersection of New Design Rd/Guilford Dr - The estimated cost of the improvement is \$190,000. The Developer's proportionate share of this Road Improvement is 6.8%. The proportionate credit for escrow payments already paid is

\$3,606. Therefore the Developer hereby agrees to pay \$9,314 to the escrow account for this Road Improvement.

6. Escrow Account No. 3764 for eastbound and westbound right turn lanes at the intersection of New Design Rd/Corporate Blvd - The estimated cost of the improvement is \$587,364. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 14.4%. The proportionate credit for escrow payments already paid is \$23,610. Therefore the Developer hereby agrees to pay \$60,970 to the escrow account for this Road Improvement.
7. Escrow Account No. 3253 for a signal at the intersection of MD 85/English Muffin Way - The estimated cost of the improvement is \$73,176. The Developer's proportionate share of this Road Improvement is 15.0%. The proportionate credit for escrow payments already paid is \$3,064. Therefore the Developer hereby agrees to pay \$7,912 to the escrow account for this Road Improvement.
8. Escrow Account No. 3761 for a second eastbound left turn lane at the intersection of MD 85/English Muffin Way - The estimated cost of the improvement is \$104,888. The Developer's proportionate share of this Road Improvement is 32.3%. The proportionate credit for escrow payments already paid is \$10,335. Therefore the Developer hereby agrees to pay \$26,690 to the escrow account for this Road Improvement.
9. Escrow Account No. 3762 for a signal and northbound lane addition at the intersection of Ballenger Creek Pike and Corporate Drive - The estimated cost of the improvement is \$1,242,700. The Developer's proportionate share of this Road Improvement is 0.90%. The proportionate credit for escrow payments already paid is \$3,122. Therefore the Developer hereby agrees to pay \$8,062 to the escrow account for this Road Improvement.

A total of \$238,200 for the escrow payments described above must be paid to the County by the Developer, its successors or assigns, prior to the issuance of the next building permit for the Project. Should this payment not be made within one year of the execution of this Letter, the County reserves the right to adjust this amount, based on an engineering cost index.

Period of Validity: The APFO approval is valid for four (4) years from the date of the Commission approval of the current site plan; therefore, the approval expires on May 11, 2020.

Disclaimer: This Amended LOU pertains to APFO approval only, and shall not be construed to provide any express or implied rights to continue the development process. The Project remains subject to all applicable rules and regulations, including but not limited to those related to zoning, water and sewer, and subdivision. The Planning Commission's jurisdiction and authority is limited by State and County law, and approvals may be required from other local or state governmental agencies before the proposed development can proceed.

[Signatures next page]

YBC INVESTORS, LLC,
a Maryland limited liability company
By: Wedgewood Investment Management, LLC,
a Maryland limited liability company,
Manager

By: 
Mark C. Matan, Manager

Date: 4-22-16

FREDERICK COUNTY PLANNING COMMISSION:

By: _____
William Hopwood, Chair or Robert White, Secretary

Date: _____

ATTEST:

By: _____
Gary Hessong, Director, Permitting & Inspections

Date: _____

Planner's Initials / Date _____

County Attorney's Office Initials / Date _____
(Approved as to legal form)



**PERMITTING AND DEVELOPMENT REVIEW DIVISION
FREDERICK COUNTY, MARYLAND**

Department of Development Review

30 North Market Street • Frederick, Maryland 21701
301-694-1134 • FAX: 301-694-1645 • TTY: Use Maryland Relay Service
www.co.frederick.md.us

**ADEQUATE PUBLIC FACILITIES
LETTER OF UNDERSTANDING**

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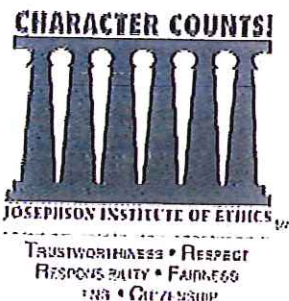
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DEVELOPMENT REVIEW
DIVISION**

Gary W. Hessong
Division Director

**DEPARTMENT OF
DEVELOPMENT REVIEW**

Elisabeth S. Smith, P.E.
Deputy Director

vacant
Director, Planning



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www.charactercounts.org

Wedgewood West (formerly Younkings) MXD

(AP # 6425)

In General: The following Letter of Understanding ("Letter") between the Frederick County Planning Commission ("Commission") and the YBC Investors, LLC ("Developer"), its successors or assigns, sets forth the conditions and terms which the Commission deems to be the minimum necessary improvements dealing with water and sewer, school and road improvements that must be in place (or under certain conditions in the case of roads, the required pro-rata contributions of funds placed in an escrow account with Frederick County as hereinafter provided) for the property below to be developed, in compliance with § 1-20-9 of the Frederick County Adequate Public Facilities Ordinance ("APFO"), and the approved Phase II site development plans for Wedgewood West (formerly Younkings) MXD.

This Letter is in response to the Developer's Option Letter submitted to the Division of Permitting and Development Review ("DPDR") dated February 8, 2008. The Developer, its successors or assigns, hereby agrees and understands that unless the below described improvements are in place, or are guaranteed by the execution of Performance Agreements, supported by surety in a form approved by the appropriate County agency, (or as may be provided for roads, the required pro rata contribution of funds are paid into the escrow account per §1-20-12 of the APFO) in accordance with this Letter, development will not be permitted to proceed.

This Letter concerns itself with the Developer's 52.98 +/- acre parcel of land, which is zoned Mixed Use Development (MXD), and is located at the western quadrant of English Muffin Way and New Design Road. This APFO approval will be effective for the development on Lots 1 and 2 (and any re-subdivisions thereof), to be capped at a certain amount of square feet of development as limited by the peak-hour trips listed below, conditionally approved by the Commission on May 14, 2008.

For the purposes of water and sewer improvements, the Project shall be divided into these development phases:

- Phase I – Warehouse Buildings 'A' and 'B'
- Phase II – Warehouse Buildings 'C' and 'F'
- Phase III – Warehouse Buildings 'D' and 'E'
- Phase IV – Commercial Buildings 'G', 'H' and 'I'

- **Water and Sewer Improvements:** The Property is currently classified in the County's S-4 (Dev.), W-4 (Dev.) sewer and water categories. The Division of Utilities and Solid Waste Management (DUSWM) has provided a finding of conditional approval regarding sewer and water facilities to serve this project based on a sewer study prepared by Lolederman Soltesz Associates, Inc. dated October 16, 2007.

- A. **Water:** With regard to water, Developer will construct a 16" water line within proposed English Muffin Way Extended from an existing line at the Intersection of New Design Road and English Muffin Way, westbound along English Muffin Way to Alan Linton Boulevard, and thereupon northbound along future Alan Linton Boulevard to Developer's property line where it abuts the Linton PUD. The 16" water line in English Muffin Way (to Elmer Derr Road) will be constructed according to the following building phasing schedule:

Prior to the release of building permits in Phase I, a 16" line will be constructed in English Muffin Way from New Design Road to Alan Linton Boulevard during the construction of English Muffin Way. Water service must be operational prior to building permit issuance.

Prior to the release of building permits in Phase III, a 16" line will be constructed in English Muffin Way from Alan Linton Boulevard to Elmer Derr Road during the construction of English Muffin Way. Water service must be operational prior to building permit issuance.

- B. **Sewer:** With regard to sewer, if the following improvement is not performed by others, Developer shall be responsible for upgrading an existing 12" sewer line located between Manholes 101 to 100 and 100 to 5 to a 16" line prior to the release of building permits for Phase IV buildings of the Project. Additionally, prior to building permit issuance for buildings in Phase IV, a section of the 12" sewer line located at the Russell property, between Manholes 1 and 1A will need to be upgraded to a 16" line. The line immediately below this line (between manholes 1A and 101) will need to be upgraded from a 12" line to a 16" line. An additional section between Manholes 8 and 9 will also need to be corrected by increasing pipe slope or upsizing pipe diameter to 15" in order to have sufficient capacity.

While the public sewer and water facilities are currently adequate to serve the Project, the Applicant is aware that capacity is not guaranteed until purchased. APFO approval for sewer and water does not guarantee that plats will be recorded and building permits issued. Plat recordation and building permit issuance is subject to compliance with the Annotated Code of Maryland, Environment Article § 9-512, et seq. and all applicable County regulations, including but not limited to § 1-16-106 of the Frederick County Subdivision Regulations. Plats cannot be recorded until sewer and water improvements to the Property line are available within ninety (90) days of completion. Given that sewer and water mains exist in the public rights-of-way adjacent to each of the proposed uses of the Project, no main line extensions are required to meet this standard.

- **Schools:** Schools are not impacted because of the development of the property is for a non-residential use.

- **Roads:** In accordance with the Traffic Impact Study (TIS) by Wells & Associates (latest version dated February 20, 2008) the uses on the site are capped at a total amount of 534 am and 899 pm weekday peak hour trips for Lots 1 and 2. (The future Site Plans must supply a traffic brief to demonstrate that this overall cap is not exceeded.)

- A. **Three Falling Intersections:** The TIS studied 16 intersections for APFO purposes. Thirteen (13) intersections were shown to be operating at acceptable levels of service using methodology currently approved by the County's Office of Transportation and Engineering. However, three intersections were shown to operate at unacceptable levels of service in the TIS.

As a condition of the APFO approval of the Project, the Developer is required to construct the following improvements (or in the case of escrow account contributions pay its proportionate contribution to the following escrow accounts):

1. **Maryland Route 85/English Muffin Way.** The Developer will provide the following escrow contributions to ensure the adequacy of this intersection:

- a. Contribute the appropriate share to existing Escrow Account No. 3253 (Old 21551) (Installation of traffic signal); The estimated inflated cost of the Road Improvement is \$60,000. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 24%. Therefore the Developer hereby agrees to pay \$14,400 to the escrow account for this Road Improvement.
 - b. Contribute the appropriate share to existing Escrow Account No. 3276 (Old 21559) (approach widening to Maryland Route 85); The estimated inflated cost of the Road Improvement is \$328,062. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 24%. Therefore the Developer hereby agrees to pay \$78,735 to the escrow account for this Road Improvement.
 - c. Establish and contribute the appropriate share to a new escrow account for the re-striping of the existing eastbound through lane as a shared eastbound left-through lane and the modification of the traffic signal timings to allow for split phasing between the eastbound and westbound approaches. The estimated cost of the Road Improvement is \$104,888. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 24%. Therefore the Developer hereby agrees to pay \$25,173 to the new escrow account for this Road Improvement.
2. New Design Road/English Muffin Way. The Developer will provide the following escrow contribution(s) and/or construct the following described improvements to ensure the adequacy of this intersection:
- a. Contribute the appropriate share to existing Escrow Account No. 3286 (Old 21579) for the installation of a traffic control device when warranted and deemed necessary. The estimated inflated cost of the Road Improvement is \$220,000. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 30%. Therefore the Developer hereby agrees to pay \$66,000 to the escrow account for this Road Improvement.
 - b. Provide to the Department of Public Works ("DPW"), at Developer's expense, a feasibility study for improvements to the intersection, and based upon the results of such study, either:
 - i. Install a traffic signal, when warranted, or
 - ii. Increase the contribution to Escrow Account No. 3286 (Old 21579) to reflect the Developer's pro rata share of such greater improvement(s) as recommended by the feasibility study, and the Developer shall construct such improvement(s) when warranted and deemed necessary by DPW, provided all necessary right of way is under the control of the County and/or the Developer.

In the event Developer constructs and/or installs either the traffic signal or other improvement(s) as referenced above, Developer shall have the right to utilize all funds held in Escrow Account No. 3286 to help defray the cost of such improvement(s). In the further event that DPW requires Developer to construct the greater improvement(s) as recommended by the feasibility study, and should there be insufficient right of way under the control of the County and/or Developer, Developer shall be entitled to meet its obligations pursuant to this paragraph by placing with the County a bond or letter of credit in the amount of 125% of the estimated cost of such improvement(s), including estimated costs of acquisition of right of way, such estimate to be approved by DPW; Developer shall be entitled to continue with the development of the project after placement of the surety, and shall construct such improvement(s) at such time as all necessary right of way is secured and plans are approved by the County, and the SHA if required.

3. New Design Road/Corporate Drive. The Developer will provide the following escrow contributions to ensure the adequacy of this intersection:
- a. Contribute the appropriate share to existing Escrow Account No. 3247 (Old 21564) (installation of traffic signal); The estimated inflated cost of the Road Improvement is \$156,800. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is

7%. Therefore the Developer hereby agrees to pay \$10,976 to the escrow account for this Road Improvement.

b. Contribute the appropriate share to existing Escrow Account No. 3277 (Old 21583) (Installation of northbound right turn lane); The estimated inflated cost of the Road Improvement is \$ 165,223. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 7%. Therefore the Developer hereby agrees to pay \$11,566 to the escrow account for this Road Improvement.

c. Establish and contribute the appropriate share to a new escrow account for the construction of eastbound and westbound right turn lanes on Corporate Drive. The estimated cost of the Road Improvement is \$587,364. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 7%. Therefore the Developer hereby agrees to pay \$41,115 to the escrow account for this Road Improvement.

#3764

B. Other Area Impacted Escrow Accounts: In addition to the intersections referenced above, the County and the Developer's traffic consultant have identified ten existing escrow accounts in the general area of the project, which accounts cover intersections and/or road links which were not included in the scope of the APFO traffic study and therefore were not tested for adequacy pursuant to the provisions of the APFO, but which intersection/road links would be impacted by traffic to be generated by the Developer's project, and the Developer has agreed, pursuant to Section 1-20-12(D) of the APFO, to make pro rata contributions toward the cost of improvement projects covered by the following ten escrow accounts:

1. Escrow Account No. 3306 (Old 21582) for New Design Road/Crestwood Blvd. Southbound Right Turn Lane - The estimated cost of the Road Improvement is \$241,000. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 15%. Therefore the Developer hereby agrees to pay \$36,150 to the escrow account for this Road Improvement.
2. Escrow Account No. 3256 (Old 21554) for MD 85/Crestwood Blvd. Eastbound Additional Left Turn Lane - The estimated inflated cost of the Road Improvement is \$273,250. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 10%. Therefore the Developer hereby agrees to pay \$27,325 to the escrow account for this Road Improvement.
3. Escrow Account No. 3257 (Old 21555) for MD 85/Crestwood Blvd. Southbound Additional Through Lane - The estimated inflated cost of the Road Improvement is \$296,000. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 10%. Therefore the Developer hereby agrees to pay \$29,600 to the escrow account for this Road Improvement.
4. Escrow Account No. 3279 (Old 21584) for MD 85/Crestwood Blvd. Westbound Acceleration Lane - The estimated cost of the Road Improvement is \$103,870. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 10%. Therefore the Developer hereby agrees to pay \$10,387 to the escrow account for this Road Improvement.
5. Escrow Account No. 3280 (Old 21585) for MD 85/Crestwood Blvd. Northbound Right Turn Lane - The estimated cost of the Road Improvement is \$251,339. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 10%. Therefore the Developer hereby agrees to pay \$25,134 to the escrow account for this Road Improvement.
6. Escrow Account No. 3307 (Old 21556) for New Design Road/Crestwood Blvd. Traffic Signal - The estimated cost of the Road Improvement is \$200,000. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 15%. Therefore the Developer hereby agrees to pay \$30,000 to the escrow account for this Road Improvement.

7. Escrow Account No. 3281 (Old 21586) for Shockley Drive Re-Striping at MD 85/Crestwood Blvd. - The estimated cost of the Road Improvement is \$77,960. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 10%. Therefore the Developer hereby agrees to pay \$7,796 to the escrow account for this Road Improvement.
 8. Escrow Account No. 3258 (Old 21580) for I-270 Southbound Ramps and MD 85 Intersection - The estimated cost of the Road Improvement is \$753,600. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 10%. Therefore the Developer hereby agrees to pay \$75,360 to the escrow account for this Road Improvement.
 9. Escrow Account No. 3259 (Old 21581) for I-270 Northbound Ramps and MD 85 Intersection - The estimated cost of the Road Improvement is \$753,600. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 7%. Therefore the Developer hereby agrees to pay \$52,752 to the escrow account for this Road Improvement.
 10. Escrow Account No. 3282 for 4th NB lane at MD 85/Crestwood Blvd. - The estimated cost of the Road Improvement is \$1,158,300. As determined by DPDR-Traffic Engineering Staff, the Developer's proportionate share of this Road Improvement is 10%. Therefore the Developer hereby agrees to pay \$115,830 to the escrow account for this Road Improvement.
- C. English Muffin Way: In addition to the escrow contributions described above, the Developer will also construct a partial section of proposed English Muffin Way Extended for its entire length through the Younkens property, from New Design Road to the connection with Elmer Derr Road in the vicinity of the far southwest corner of the Younkens property, with the remainder of the full section to be constructed by the Developer of the Younkens PUD. Construction of the portion of the road to be constructed by Developer of this Project will be phased per the phasing schedule set forth on the plan and approved by the Commission.

All road escrow contributions must be paid in full prior to applying for building permit(s).

issuance of M 4/30/10
Cm 5/3/10

Conclusion: This APFO approval shall be valid for as long as the Preliminary Plat approval remains valid (to May 14, 2016), which includes the original five -year approval from the date of Planning Commission approval on May 14, 2008, plus a three-year extension approved under County Ordinance 09-23-527.

Disclaimer: This Letter pertains to APFO approval only, and shall not be construed to provide any express or implied rights to continue the development process. The Project remains subject to all applicable rules and regulations, including but not limited to those related to zoning, water and sewer, and subdivision.

Signatures follow on next page.

YBC Investors, LLC ("Developer")

By: _____

Name:
Title:
Date:

4/13/10
Michael C. Mah
Manager

Attest: _____

CB Blackwood 4-13-10

Frederick County Planning Commission

By: _____

C. Dune
Catherine Forrence, Chairperson

Date: _____

4/21/10

ATTEST: _____

G. Hessong
Gary Hessong
Director, Division of Permitting &
Development Review

Date: _____

5/3/10.

Planner's Initials/Date

GRD 4/14/10

County Attorney's Office Initials/Date

KAM 4/14/10

(Approved as to legal form)

Exhibit #3

FIRST AMENDMENT TO
ADEQUATE PUBLIC FACILITIES LETTER OF UNDERSTANDING
WEDGEWOOD WEST (FORMERLY YOUNKINS) MXD
(AP# 6425)

Explanatory Note: This First Amendment ("First Amendment") to Adequate Public Facilities Letter of Understanding for the Wedgewood West project (AP#6425) which was approved by the Frederick County Planning Commission and executed by the Developer on April 13, 2010, and by the Frederick County Planning Commission on April 21, 2010 (the "Letter"), is made this 10th day of December, 2014, by and between the Frederick County Planning Commission and YBC Investors, LLC ("Developer"). The Letter was executed to memorialize the APFO obligations of the Developer in conjunction with the approved Phase II Site Development Plan (Execution Plan) for the Wedgewood West (formerly Younkings) MXD.

This First Amendment to the Letter is made for the purpose of amending under the heading "Roads" of the Letter, specifically to replace the sentence in bold print which follows paragraph C. concerning the timing of the payments of escrow contributions.

Therefore, the Letter is hereby amended as follows:

1. The Explanatory Note and other items set forth above are hereby incorporated into the Letter as fully restated herein.
2. Any and all defined terms set forth in the Letter shall have the same meaning in this First Amendment as set forth in the original Letter.
3. The following sentence is hereby deleted in its entirety:

"All road escrow contributions must be paid in full prior to issuance of building permit(s)."

The following provision is inserted in lieu of and in place of the sentence deleted as set forth immediately above:

The Roads Escrow Contributions referenced in Section A.1., A.2, A.3. and B.1. through 10., under the heading "**Roads**" shall be paid upon the following schedule:

- A. Sections A 2. a. and A 2. b. are hereby unchanged.
- B. The balance of the escrow contributions required of the Developer, totaling the sum of \$592,299.00 ("Escrow Balance"), shall be payable upon the schedule as set forth on the spreadsheet attached hereto as Exhibit A and incorporated herein by reference. For example, upon issuance of a building permit for either of the two buildings described in Phase I (Building A or B) the Developer shall pay 15.6% of the

Escrow Balance, or the sum of \$92,238.00. Likewise, for each of the succeeding three phases (Phases II, III and IV) the appropriate percentage attributable to each phase (14.6%, 11.7%, 58.2%, respectively) shall be payable upon the issuance of the first building permit for any of the buildings located within such phase.

C. The first building that the Developer constructs shall be one of the buildings in Phase I. Therefore, the \$92,238.00 payment of the Escrow Balance for Phase I shall be paid first and shall be used toward the design and construction of the New Design Road/Crestwood Boulevard Southbound Right Turn Lane improvement (as identified in Section B.1 under the heading "Roads" in the Letter (the "Improvement")). The Developer shall construct the Improvement concurrently with the construction of the site improvements for Phase I. Developer's total liability for the costs of the Improvement shall not exceed \$92,238.00, with all costs in excess of such amount to be paid from existing escrow accounts in order to fully fund the Improvement.

5. Except as expressly amended by this First Amendment, each and every term provision condition or other matter set forth in the Letter remains in full force and effect and is binding upon the parties hereto.

WITNESS:

CR Blackwood

YBC INVESTORS, LLC ("Developer")

By

Mark C. Matan, Manager

FREDERICK COUNTY PLANNING COMMISSION

BY: Dwaine E. Robbins (SEAL)
Dwaine E. Robbins, Chairman

12/29/14
Date

ATTEST:

Gary Hessong
Gary Hessong, Acting Division Director
Department of Permits & Inspections

1-13-15
Date

Exhibit A

| Phase | BLDG | Square Feet | Percentage of Total SF | PM Peak Hour Trips | Percentage of Total Peak Hour Trips | Pro-Rata Share of Escrow per Phase |
|--------|------|-------------|------------------------|--------------------|-------------------------------------|------------------------------------|
| I | A | 120,093 | 17.8% | 140 | 15.6% | \$ 92,238 |
| I | B | 103,471 | 15.3% | | | |
| II | C | 131,293 | 19.4% | 131 | 14.6% | \$ 86,308 |
| II | F | 77,214 | 11.4% | | | |
| III | D | 109,043 | 16.1% | 105 | 11.7% | \$ 69,178 |
| III | E | 59,006 | 8.7% | | | |
| IV | G | 37,020 | 5.5% | 523 | 58.2% | \$ 344,574 |
| IV | H | 13,200 | 2.0% | | | |
| IV | I | 25,850 | 3.8% | | | |
| TOTALS | | 676,190 | 100.0% | 899 | 100.0% | \$ 592,299 |

— p.c. 11/17/15



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MEMORANDUM

To: Ronald T. Burns, P.E.
Charles Freeman
Frederick County Department of Development Review

CC: Karl Morris (MATAN, INC.)

From: Michael J. Workosky, PTP, TOPS, TSOS
William L. Zeid, EIT

Re: Wedgewood West MXD
Updated Traffic Impact Study
Frederick County, Maryland

Date: April 7, 2016

1420 Spring Hill Road
Suite 610
Tysons, Virginia 22102
703-917-6620
703-917-0739 fax
www.mjwells.com

Introduction

This document summarizes an updated traffic impact study the Wedgewood West MXD property.

The site is located along the north side of New Design Road, east of Elmer Derr Road, and south of the existing and planned English Muffin Way alignment within Frederick County, Maryland. The general site location is depicted on Figure 1 below, and a copy of the proposed phasing plan is provided on Figure 2.

Figure 1
Site Location and Area Road Network



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Background Information

This updated traffic study was prepared in accordance with the Frederick County Adequate Public Facilities Ordinance (APFO) and in conjunction with the Frederick County Department of Development Review staff. Relevant correspondence and confirmation of the study area and scope is contained in Appendix A.

This property was the subject of a traffic impact study in 2008, with subsequent revisions in 2015 to reflect minor changes in the development program and confirmation of the site driveway access and lane configurations.

The proposed development program would include 335,970 S.F. of warehouse space and 335,968 S.F. of manufacturing space. The development was assumed to be complete by 2020.

Access would be provided via driveways along English Muffin Road Extended. A copy of the concept development plan is shown on Figure 2.

Tasks undertaken in this study included the following:

1. Review of development plans prepared for Wedgewood West.
2. Agreement of the transportation study scope with City staff. A copy of the traffic study scoping documentation is contained in Appendix A.
3. Collection of existing traffic counts at the key intersections surrounding the site.
4. Preparation of future traffic forecasts for background conditions in 2020 that includes existing traffic and regional growth.
5. Calculation of the number of peak hour trips that would be generated by Wedgewood West based on Transportation Engineers (ITE) rates and equations.
6. A forecast of future traffic conditions in 2020 with the proposed development.
7. Determination of future levels of service at key intersections based on the future traffic forecasts, proposed traffic controls, and proposed intersection geometrics.

Sources of data for this analysis included previous traffic studies provided by the Frederick County, traffic data collected by Wells + Associates, the Institute of Transportation Engineers (ITE), Harris Smariga and Associates, and Matan Companies.

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Standards for Adequacy

Signalized intersections and roundabouts outside of designated growth boundaries in the County Comprehensive Plan are considered adequate if Level of Service (LOS) "D" is maintained. Roadway links are considered adequate if LOS "E" is maintained.

Site Access

Access would be provided via the extension of English Muffin Way and six (6) site driveways. These driveways were previously evaluated for adequacy in January 2016 and submitted under a separate cover. Thus, specific analyses of these driveways are not included in this report.

Pedestrian and Transit Facilities

Sidewalks will be provided along both sides of all roadways within the property. In addition, a pedestrian walk and trail system providing connectivity both throughout the site and to the adjacent Pinecliff Regional Park will be provided for residents.

Existing Traffic Counts

Existing AM and PM peak hour traffic counts were conducted on Thursday, March 17, 2016, by Wells + Associates at the following intersections:

1. Buckeystown Pike (MD Route 85)/English Muffin Way.
2. New Design Road/Corporate Drive.
3. New Design Road/English Muffin Way.
4. Ballenger Creek Pike (MD Route 351)/Corporate Drive.
5. Ballenger Creek Pike (MD Route 351)/Elmer Derr Road.
6. New Design Road/Elmer Derr Road.

The volumes are included in Appendix B and summarized on Figure 3. The existing lane use and traffic control within the study area are shown on Figure 4.

Existing Intersection Critical Lane Volumes

Existing peak hour critical lane volumes were calculated at the six (6) existing key off-site intersections based on the existing traffic volumes shown on Figure 3, the existing lane usage and traffic control shown on Figure 4, and critical lane volume intersection capacity analysis procedure in accordance with Frederick County and MDSHA standards.

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The results are presented in Appendix C and summarized on Table 1, and indicate that all of the intersections within the study area currently operate at acceptable levels of service (CLV's below 1,450) during both the AM and PM peak hours.

Regional Traffic Growth

A growth rate of 3.0 percent per year for a period of four (4) years was applied to all of the turning movements at each of the intersections to reflect year 2020 conditions. These volume adjustments are shown on Figure 5.

Pipeline Development

A number of pipeline developments were included as part of this traffic study with information provided by Frederick County. These include the following:

1. Linton Property.
2. Westview South.
3. Russell Property.
4. Carone Property.
5. Ballenger Run.
6. Denac.
7. Center at Monocacy.
8. Spring Arbor.
9. Villas at Manchester.
10. Russell Spring Suite.
11. Younkens PUD.
12. Westview 3.
13. Wellington 3.

Pipeline Development Trip Generation and Traffic Assignments

The number of new vehicle trips expected to be generated by each of the pipeline developments were calculated based on the standard rates and equations published by the Institute of Transportation Engineers (ITE) 9th Edition manual.

As shown on Table 2, these developments would generate 3,143 AM peak hour trips (2,088 in and 1,055 out) and 3,688 PM peak hour trips (1,271 in and 2,427 out) when fully built and occupied.

The new trips generated by each of the pipeline developments were assigned to the roadway network based on previously prepared traffic studies in the area. The total trips generated by pipeline development are shown on Figure 6. Individual traffic assignments are contained in Appendix D.

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Background Traffic Forecasts

The background traffic growth was added to the existing traffic volumes and traffic generated by pipeline developments to yield background traffic volumes for 2020 shown on Figure 7.

Background Intersection Critical Lane Volumes

Background peak hour critical lane volumes, without Wedgewood West, were estimated at the key intersections in the study area based on the existing lane usage and traffic control shown on Figure 4, the background traffic forecasts shown on Figure 7, and the CLV intersection capacity analysis procedure, in accordance with Frederick County and MSHA guidelines.

The results are summarized in Table 1, and indicate that all of the study intersections would continue to operate at acceptable levels of service (with CLV's below 1,450) during both the AM and PM peak hours.

Capacity analysis worksheets are contained in Appendix E.

Site Trip Generation

The number of trips generated by the development program for Wedgewood West was calculated using the Institute of Transportation Engineers Trip Generation, 9th Edition trip rates and equations, and is summarized on Table 3.

Wedgewood West is proposed to consist of 335,970 S.F. of warehouse space and 335,968 S.F. of manufacturing space.

The results indicate that the development would generate 446 AM peak hour trips (354 in and 92 out) and 419 PM peak hour vehicle trips (133 in and 286 out), as shown in Table 3.

No reductions for transit, non-auto use, or internal trip making were assumed to provide a conservative estimate.

Trip Distribution

The distribution of peak hour trips generated by the Wedgewood West was determined based on the traffic scoping agreement. The following distributions were used in this study:

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To/From

| | |
|------------------------------|--------------------|
| Ballenger Creek Pike - North | 5 percent |
| New Design Road - North | 30 percent |
| MD Route 85 - North | 45 percent |
| MD Route 85 - South | 5 percent |
| New Design Road - South | 5 percent |
| Ballenger Creek Pike - South | 5 percent |
| English Muffin - West | 5 percent |
| Total | 100 percent |

These distributions represent general commuting travel patterns in the area and are consistent with the previously prepared traffic study.

Site Generated Traffic Assignments

The new vehicle trips discussed above were applied to the road network based on the previously described traffic distribution. The trip distribution and site generated traffic assignments for the project are shown on Figure 8.

Future Traffic Forecasts

Future traffic forecasts for buildout conditions in 2020 were prepared based on the existing traffic counts, background traffic growth, and traffic generated by pipeline development. Traffic generated by the proposed development program was added to these volumes and results in the traffic forecasts shown on Figure 9. The future lane use and traffic control are shown on Figure 10.

Total Future Levels of Service

Capacity analyses were prepared for total future conditions in 2020 with the proposed Wedgewood West based on the traffic forecasts shown on Figure 8, the future lane use shown on Figure 9, and the CLV analysis procedure.

The results are summarized in Table 1, and indicate that all of the study intersections would continue to operate within acceptable CLV thresholds with the full development of the site. No additional off-site road improvements would be needed to accommodate the development.

It is acknowledged that contributions to existing escrow accounts will be required and will be addressed under a separate cover.

Capacity analysis worksheets are contained in Appendix E.

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Summary

The results of this updated traffic impact study for Wedgewood West indicate that the anticipated development program that would include 335,970 S.F. of warehouse space and 335,968 S.F. of manufacturing space can be adequately accommodated by the existing roadway network at each of the study intersections, without additional off-site roadway improvements.

The traffic analyses for future conditions in 2020 indicate that acceptable critical lane volumes would be realized with the site development at each study intersection during both the AM and PM peak hours.

Requirements for roadway mitigation and satisfaction of APFO requirements would include pro-rata share contributions to existing escrow funds in the vicinity of the site, and will be identified under a separate cover.

Questions regarding this document should be directed to Wells + Associates.

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Table 1
Critical Lane Volume Summary

| County CLV Methodology | Intersection | MOE | Existing | | Background | | Total Future | |
|------------------------|--|------------|--------------------|----------|------------------------|-----------|---------------------|-----------|
| | | | Year 2016 Baseline | | 2020 Future "No-Build" | | 2020 Future "Build" | |
| | | | AM | PM | AM | PM | AM | PM |
| | | | | | | | | |
| | 01. Buckeystown Pike & English Muffin Way | CLV LOS | 759 A | 885 A | 962 A | 1039 B | 1005 B | 1123 B |
| | 02. New Design Rd. & Corporate Dr. | CLV LOS | 602 A | 860 A | 868 A | 1145 B | 925 A | 1193 C |
| | 03. New Design Rd. & English Muffin Way | CLV LOS | 766 A | 769 A | 896 A | 896 A | 929 A | 1000 A |
| | 04. Ballenger Creeek Pike & Corporate Dr. | CLV LOS | 568 A | 564 A | 936 A | 972 A | 939 A | 979 A |
| | 05. Ballenger Creeek Pike & Elmer Derr Rd. | CLV LOS | 646 A | 854 A | 1003 B | 1326 D | 1072 B | 1389 D |

| SHA CLV Methodology | Intersection | MOE | Existing | | Background | | Total Future | |
|---------------------|--|------------|--------------------|----------|------------------------|-----------|---------------------|-----------|
| | | | Year 2016 Baseline | | 2020 Future "No-Build" | | 2020 Future "Build" | |
| | | | AM | PM | AM | PM | AM | PM |
| | | | | | | | | |
| | 01. Buckeystown Pike & English Muffin Way | CLV LOS | 760 A | 885 A | 970 A | 1039 B | 1013 B | 1123 B |
| | 02. New Design Rd. & Corporate Dr. | CLV LOS | 602 A | 860 A | 868 A | 1145 B | 925 A | 1193 C |
| | 03. New Design Rd. & English Muffin Way | CLV LOS | 796 A | 936 A | 896 A | 896 A | 929 A | 1000 A |
| | 04. Ballenger Creeek Pike & Corporate Dr. | CLV LOS | 569 A | 581 A | 937 A | 1017 B | 947 A | 1144 B |
| | 05. Ballenger Creeek Pike & Elmer Derr Rd. | CLV LOS | 646 A | 854 A | 1003 B | 1326 D | 1072 B | 1389 D |

Table 2

Pipeline Development Trip Generation Summary

| Development Description | Land Use Code | Size Units | AM Peak Hour | | | PM Peak Hour | | |
|---|---------------|--------------------|--------------|-------|-------|--------------|-------|---------|
| | | | In | Out | Total | In | Out | Total |
| Linton Property (Section 3 & 4) | | | | | | | | |
| Single Family Detached ⁽¹⁾ | 210 | 165 DU | 31 | 94 | 125 | 106 | 62 | 168 |
| Single Family Attached ⁽¹⁾ | 230 | 298 DU | 21 | 103 | 124 | 95 | 49 | 147 |
| Multi-Family Attached ⁽¹⁾ | 220 | 300 DU | 30 | 121 | 151 | 119 | 64 | 183 |
| Total Linton Property Trip Generation | | 763 DU | 82 | 318 | 400 | 323 | 175 | 498 |
| Westview South | | | | | | | | |
| Current Trip Cap | N/A | • • | 1,651 | 397 | 2,048 | 536 | 1,650 | 2,186 |
| Built/Used to Date | N/A | • • | (611) | (192) | (803) | (359) | (656) | (1,015) |
| Remaining Westview South Trip Cap ⁽⁷⁾ | | | 1,040 | 205 | 1,245 | 177 | 994 | 1,171 |
| Russell Property | | | | | | | | |
| General Light Industrial ⁽¹⁾ | 110 | 484,000 SF | 424 | 58 | 482 | 63 | 466 | 529 |
| " | | 484,000 SF | 424 | 58 | 482 | 63 | 466 | 529 |
| Carone Property | | | | | | | | |
| Commercial ⁽¹⁾ | N/A | 36,750 SF | 188 | 159 | 347 | 336 | 351 | 687 |
| Total Carone Property Trip Generation | | 36,750 SF | 188 | 159 | 347 | 336 | 351 | 687 |
| Ballenger Run | | | | | | | | |
| Active Adult - Detached ⁽¹⁾ | 251 | 150 DU | 15 | 25 | 40 | 41 | 25 | 66 |
| Active Adult - Attached (Villas) ⁽¹⁾ | N/A | 340 DU | 22 | 36 | 58 | 42 | 36 | 68 |
| Active Adult - Attached (Condos) ⁽¹⁾ | N/A | 480 DU | 31 | 51 | 82 | 59 | 37 | 96 |
| Total Ballenger Run Trip Generation | | 970 DU | 68 | 112 | 180 | 142 | 98 | 230 |
| Denac Remainder | | | | | | | | |
| General Office Use ⁽²⁾ | 710 | 40,000 SF | 79 | 11 | 90 | 21 | 103 | 124 |
| Total Denac Remainder Trip Generation | | 40,000 SF | 79 | 11 | 90 | 21 | 103 | 124 |
| Center at Monocacy | | | | | | | | |
| Commercial ⁽²⁾ | 110 | 8,515 SF | 16 | 2 | 18 | 4 | 22 | 26 |
| Total Center at Monocacy Trip Generation | | 8,515 SF | 16 | 2 | 18 | 4 | 22 | 26 |
| Spring Arbor | | | | | | | | |
| Spring Arbor Assisted Living Facility ⁽²⁾ | 254 | 120 Beds | 15 | 7 | 22 | 18 | 17 | 35 |
| Total Spring Arbor Trip Generation | | 120 Beds | 15 | 7 | 22 | 18 | 17 | 35 |
| Villas at Manchester | | | | | | | | |
| Residential - Condominium Units ⁽²⁾ | 220 | 78 DU | 7 | 36 | 43 | 34 | 16 | 50 |
| Total Villas at Manchester Trip Generation | | 78 SF | 7 | 36 | 43 | 34 | 16 | 50 |
| Lot 100 Russell Spring Suite | | | | | | | | |
| All-Suites Hotel Rooms ⁽³⁾ | 311 | 116 Rooms | 24 | 20 | 44 | 21 | 26 | 47 |
| Additional Remaining Trips per the "Trip Cap" | | Remaining Trip Cap | 4 | 2 | 6 | 3 | 3 | 6 |
| Total Lot 100 Russell Spring Suite Trip Cap | | 116 Rooms | 28 | 22 | 50 | 24 | 29 | 53 |
| Younkins PUD | | | | | | | | |
| Single Family Detached ⁽⁴⁾ | 210 | 56 DU | 12 | 37 | 49 | 40 | 24 | 64 |
| Townhouses ⁽⁴⁾ | 230 | 181 DU | 14 | 69 | 83 | 66 | 32 | 98 |
| Total Younkings PUD Trip Generation | | 237 DU | 26 | 106 | 132 | 106 | 56 | 162 |
| Westview 3 | | | | | | | | |
| General Office Uses ⁽⁵⁾ | 710 | 43,200 SF | 84 | 12 | 96 | 16 | 80 | 96 |
| Total Westview 3 Trip Generation | | 43,200 SF | 84 | 12 | 96 | 16 | 80 | 96 |
| Wellington 3 | | | | | | | | |
| Warehousing ⁽⁶⁾ | 150 | 32,960 SF | 31 | 7 | 38 | 7 | 20 | 27 |
| Total Wellington 3 Trip Generation | | 32,960 SF | 31 | 7 | 38 | 7 | 20 | 27 |
| Total Pipeline Development Trip Generation | | | 2,088 | 1,055 | 3,143 | 1,271 | 2,427 | 3,688 |

(1) Trip generation estimates taken from the "Younkins Property MXD Update."

(2) Trip generation estimated using ITE's "Trip Generation, 9th Edition".

(3) Trip generation estimates taken from the "Westview 3 TIA", dated March 12, 2008.

(4) Trip generation estimates taken from the Younkings PUD TIA.

(5) Trip generation estimates taken from the "Westview 3 TIA", dated March 12, 2008.

(6) Trip generation estimates taken from the "Wellington Lot 3 TIA", dated September 17, 2008.

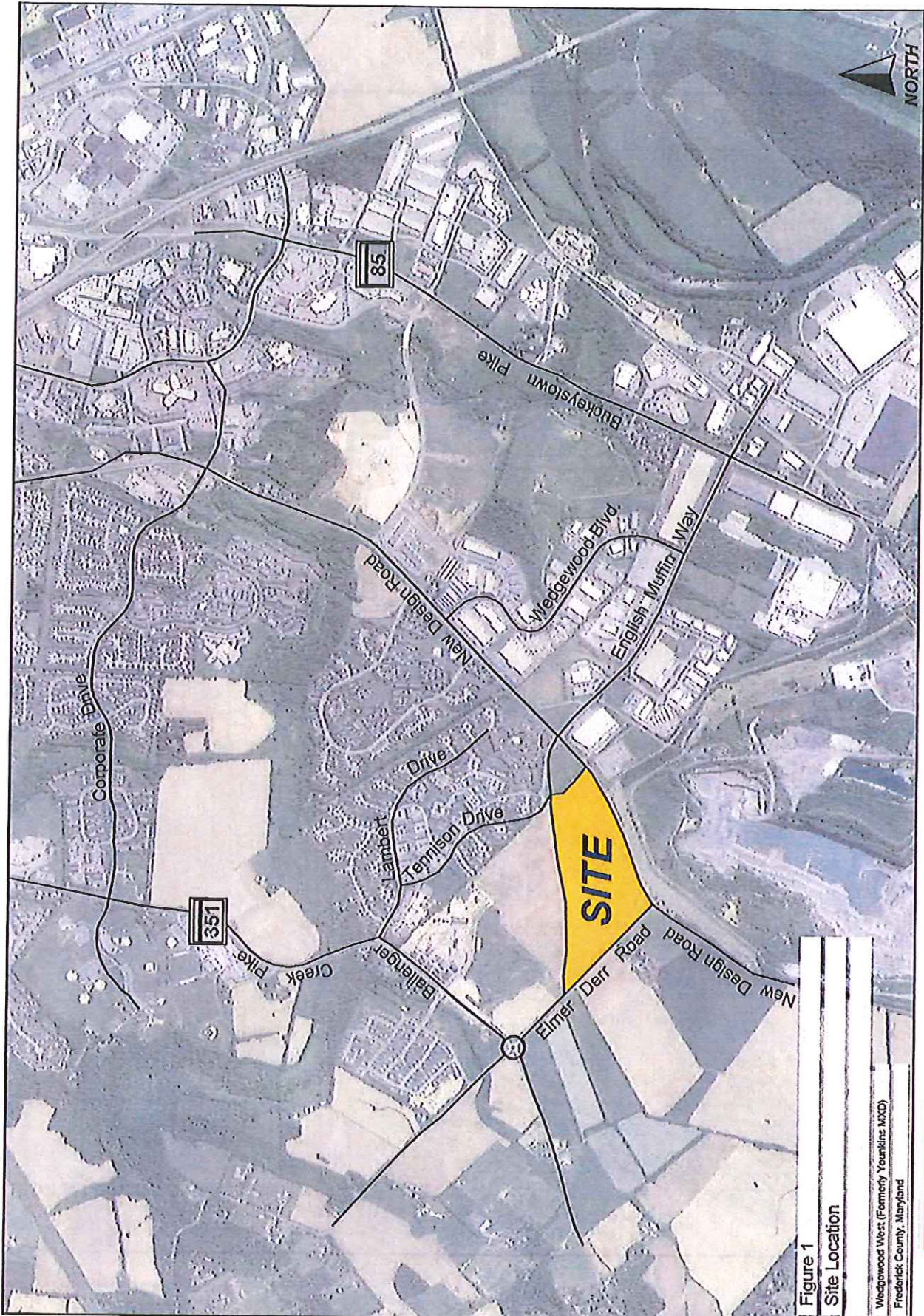
(7) The trip generation from the "Younkins Property MXD Update" was updated to reflect only the remaining (un-built) development density.

Table 3

Wedgewood West MXD Trip Generation Summary

| Land Use | | | | AM Peak Hour | | | PM Peak Hour | | | ADT |
|-------------------------------------|-----|------------|--|--------------|-----|-------|--------------|-----|-------|-------|
| | | | | IN | OUT | TOTAL | IN | OUT | TOTAL | |
| Wedge | | | | | | | | | | |
| Warehousing | 150 | 335,970 SF | | 161 | 35 | 196 | 43 | 127 | 170 | 1,587 |
| Manufacturing | 140 | 335,968 SF | | 193 | 57 | 250 | 90 | 159 | 249 | 1,283 |
| Total Wedgewood West MXD Site Trips | | | | 671,938 SF | | | | | | |

(1) In order to remain consistent with the approved 2008 TIS, trip generation rates and/or equations from ITE's "Trip Generation, 7th Edition" were utilized.



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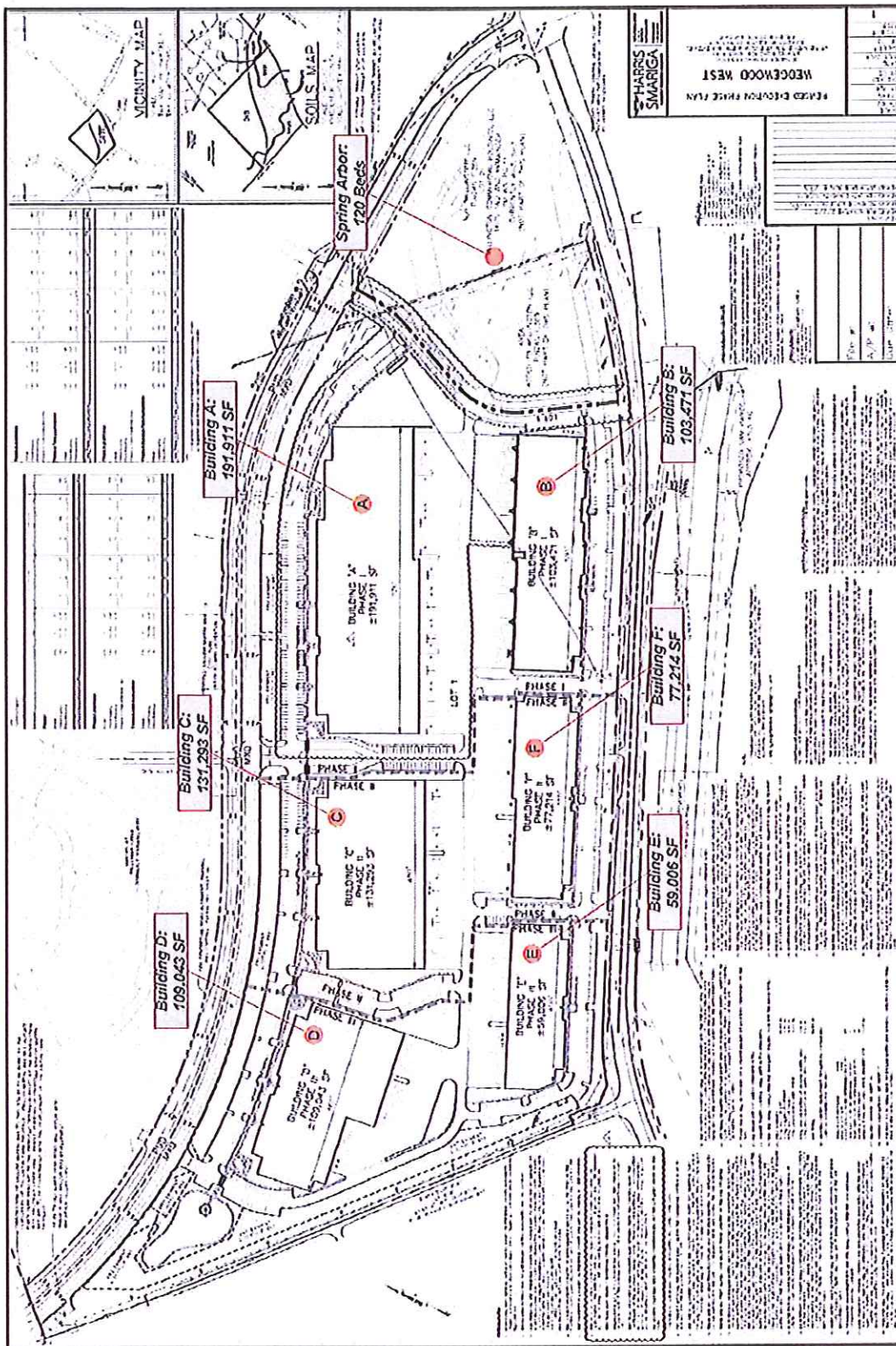


Figure 2
Approved Plan

Wedgewood West (Formerly Younkens MXD)
Frederick County, Maryland